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ATTORNEY FOR TD AUTO FINANCE L.L.C. F/K/A CHRYSLER FINANCIAL SERVICES
AMERICAS L.L.C.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE:	§	
	§	
CONGRESS SAND & GRAVEL, LLC, <i>et. al.</i> ,	§	CASE NO. 10-37522-SGJ-11
DEBTORS.	§	
	§	
CONGRESS SAND & GRAVEL, LLC, <i>et. al.</i> ,	§	Objection to Confirmation
	§	Set: JUNE 29, 2011 AT 9:30 A.M.
MOVANTS	§	
	§	
VS.	§	
	§	
TD AUTO FINANCE L.L.C. F/K/A	§	
CHRYSLER FINANCIAL SERVICES	§	
AMERICAS, L.L.C.	§	
OBJECTOR.	§	

OBJECTION TO CONFIRMATION

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

COMES NOW, TD Auto Finance L.L.C. f/k/a Chrysler Financial Services Americas L.L.C. ("TD Auto Finance"), objecting to the confirmation of the Chapter 11 Plan proposed by Congress Sand & Gravel, L.L.C., *et. al.* ("Debtors") and for cause of action would respectfully show the Court as follows:

1. TD Auto Finance has a perfected security interest in a 2006 Dodge Ram 1500, vehicle identification number 1D7HU16N26J232950. TD Auto Finance filed a proof of claim in this case in the amount of \$5,593.33 (See claim number 6 filed on November 23, 2010).

2. The Plan proposes to pay TD Auto Finance its claim, which is incorrectly stated as \$1500.00, as of the Effective Date. TD Auto Finance has no objection to its claim being paid in full but asserts that the Effective Date could be as much as four months later than confirmation. The claim should be paid on a date certain and no later than July 20, 2011. TD Auto Finance also asserts that the claim, plus all accrued interest, should be paid in full. As stated in the Disclosure Statement filed by Debtors, TD Auto Finance is one of the creditors which the Debtors believe to be substantially secured (see page 40 of the Disclosure Statement as of May 11, 2011). The vehicle securing the debt of TD Auto Finance has a current value of \$13,650.00. A copy of the NADA Blue Book page relevant to this vehicle is attached hereto as Exhibit "A" and is incorporated herein fully by reference. Because there is substantial equity in the vehicle, TD Auto Finance is entitled to payment in full of its claim including all interest accruing since the case was filed. The payoff as of June 20, 2011 is \$5,748.80. The payoff will continue to increase as interest continues to accrue.

3. The Plan should provide that TD Auto Finance retains its lien until it is paid in full.

4. TD Auto Finance objects to the provisions of paragraph 6.3 of the Plan. TD Auto Finance does not know what address the Debtors have for it in their records. However, TD Auto Finance provided a payment address on its proof of claim. It is to the attention of TD Auto Finance at P.O. Box 9001897, Louisville, KY 40290-1897. Debtors should be required to use that address for payment and also required to provide TD Auto Finance with the relevant account number when the payment is made.

5. TD Auto Finance objects to the provisions of 9.5 of the Plan. The termination of the protections of 11 U.S. C. §362 is determined by statutory provision. The Plan cannot create an extension of that statutory relief. Other laws that provide injunctive relief to the Debtors, if there are any, have their own limitation periods and should also not be extended by the provisions of the Plan.

6. TD Auto Finance objects to the provisions of paragraph 11.16 of the Plan as being overly broad. This provision can be read to mean, for example, that TD Auto Finance cannot seek to enforce its lien rights in the event of a default or file a sequestration action against the Debtors if TD Auto Finance's collateral cannot be recovered peacefully in the event of a default. The Plan should be clear that, in the event of a default, creditors can recover their collateral and file an

appropriate suit in the state court, if necessary, to obtain possession of that collateral. In TD Auto Finance's case, an event of default should be the failure to make a payment to TD Auto Finance within ten days of the date it is due or if insurance on the vehicle lapses prior to the time TD Auto Finance is paid.

7. TD Auto Finance objects to confirmation of the Chapter 11 Plan to the extent that it does not meet the requirements of 11 U.S.C. §1123 in any way not specifically set out herein.

WHEREFORE, PREMISES CONSIDERED, TD Auto Finance L.L.C. f/k/a Chrysler Financial Services Americas L.L.C. prays for an Order of this Court:

1. Denying confirmation of Debtor(s) Chapter 11 Plan as proposed or, in the alternative, clarification that TD Auto Finance will be paid as set forth hereinabove; and

2. For such other and further relief, both general and specific, to which TD Auto Finance may show itself justly entitled.

Respectfully submitted,

/s/ Pamela Arnold Bassel

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ATTORNEY FOR TD AUTO FINANCE,
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SERVICES AMERICAS L.L.C.

CERTIFICATE OF SERVICE

This is to certify that a true and correct copy of the foregoing Objection to Confirmation was served by FIRST CLASS MAIL, POSTAGE PRE-PAID on:

Congress Sand & Gravel, LLC/Congress Materials, LLC
1401 Cates Street, Suite 201
Bridgeport, Texas 76426

Congress Sand & Gravel, LLC
14099 NE County Road 3180
Kerens, Texas 75144

and by FEDERAL EXPRESS on:

Congress Materials, LLC
22 Waugh Drive, Suite 320
Houston, Texas 77077

and by ELECTRONIC FILING on:

Douglas Draper
Heller, Draper, Hayden, Patrick & Horn, LLC
650 Poydras St., Suite 2500
New Orleans, LA 70130

Office of the U.S. Trustee
1100 Commerce, Room 9C60
Dallas, Texas 75242

Dated on June 23, 2010.

/s/ Pamela Arnold Bassel
Pamela Arnold Bassel

952/34854/296165